

RECORDATION NO. 24368-6 FILED

JUN 1 9 '06

2-50 PM

## **SURFACE TRANSPORTATION BOARD**



CSC - SPRINGFIELD 801 Adlai Stevenson Drive Springfield Il 62703

1-800-927-9801 Ext 3813 217-492-2727 FAX

To: SURFACE TRANSPORTATION BOARD \*\*ATTENTION BARB SADLER\*\*

From: April Oshea Ext 3813

Date: June 16, 2006

Order#: 183460/005

Re: CEFX71500-CEFX71549 WEST CENTRAL

Please process the enclosed documents for the service indicated below.

SECONDARY STB FILING

RECEIPT SHOULD BE IN OUR OFFICE: 07/07/2006
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed.

Mailing Instructions:

XX Return the filing acknowledgement to our office.

XX Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions/Notes:

Please call immediately if there are any problems or questions with this paperwork. Thank you for your assitance in this matter.

Enclosures:

## MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this day of January, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and WEST CENTRAL, an Iowa corporation, with an address at 406 First Street, Ralston, IA 51459 (the "Lessee" and, together with the Lessor, the "Parties").

## KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of June 27, 2002 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board on March 20, 2003 as Recordation Number 24368.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT	GROUP/EQUIPMENT FINANCING, INC.	RECORDATION NO. 24368-6 FILED		
By:	WILLIAM POYS	JUN 1 9 '06	2-50 PM	
Name:	William P. O'Brien Vice President	SURFACE TRANSPORTATION BOARD		

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

WEST CENTRAL					
Ву:	Bell	nees	<u></u>		Maria de la companya
Name:	Bill	Necse	-		
Title:	Transp	portation	Mana	-4er	

## Schedule A

		Odiloddio A
Number of Cars	r	Equipment Description
50	5,200 C.F	, covered hopper car with gravity gates and trough hatches
1	CEEV	74500
2	CEFX CEFX	71500
3	CEFX	71501
4	CEFX	71502
5		71503
6	CEFX	71504
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